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LUZHENG FUTURES Company Limited
魯証期貨股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01461)

**CHANGE OF JOINT COMPANY SECRETARY AND
PROCESS AGENT
AND**

**WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28
AND 8.17 OF THE LISTING RULES**

CHANGE OF JOINT COMPANY SECRETARY AND PROCESS AGENT

The board of directors (the “**Board**”) of LUZHENG FUTURES Company Limited (the “**Company**”) announces that Ms. NG Wing Shan (“**Ms. Ng**”) has tendered her resignation as the joint company secretary of the Company (the “**Joint Company Secretary**”) and the process agent for the acceptance of service of process and notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Process Agent**”) with effect from 10 March 2022.

Ms. Ng confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board further announces that Mr. NGAI Wai Fung (“**Mr. Ngai**”) has been appointed as the Joint Company Secretary and the Process Agent with effect from 10 March 2022.

The biographical details of Mr. Ngai are set out as follows:

Mr. Ngai is the Director and Group Chief Executive Officer of SWCS Corporate Services Group (Hong Kong) Limited. Mr. Ngai has over 30 years of professional practice and senior management experience including acting as the executive director, chief financial officer and company secretary, most of which are in the areas of finance, accounting, internal control, regulatory compliance, corporate governance and company secretarial work for listed issuers including major red chips companies.

Mr. Ngai is a Fellow of the Hong Kong Chartered Governance Institute (formerly known as the Hong Kong Institute of Chartered Secretaries), a Fellow of the Chartered Governance Institute (formerly known as the Institute of Chartered Secretaries and Administrators in the United Kingdom), a member of The Hong Kong Institute of Certified Public Accountants, a Fellow of Association of Chartered Certified Accountants in the United Kingdom and a member of the Chartered Institute of Arbitrators.

Mr. Ngai obtained a Bachelor's Degree (Honours) in Law at University of Wolverhampton in the United Kingdom, a Master's Degree in Business Administration from Andrews University in the United States, a Master's Degree in Corporate Finance from Hong Kong Polytechnic University and a Doctoral Degree in Economics majoring in Finance at Shanghai University of Finance and Economics.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Reference is made to the waiver (the “**Waiver**”) granted to the Company by the Stock Exchange from strict compliance with the requirements of Rules 3.28 and 8.17 of the Listing Rules in respect of the eligibility of Mr. Liang Zhongwei (“**Mr. Liang**”) to act as a Joint Company Secretary for a period of three years from the date of Mr. Liang’s appointment as the Joint Company Secretary, i.e. 21 June 2019 (the “**Waiver Period**”), on the condition that Mr. Liang would be assisted by Ms. Ng, who possesses the qualifications required under Rule 3.28 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), during the Waiver Period. Relevant details of the Waiver were disclosed in the announcement of the Company dated 21 June 2019.

Given the condition of the Waiver could no longer be fulfilled following the resignation of Ms. Ng, the Company has applied to the Stock Exchange and has already been granted with a new waiver (the “**New Waiver**”) by the Stock Exchange from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for the remaining period of the Waiver Period (i.e. from 10 March 2022 to 20 June 2022) (the “**New Waiver Period**”) in relation to the eligibility of Mr. Liang to act as a Joint Company Secretary, on the conditions that:

- i. Mr. Liang will be assisted by Mr. Ngai during the New Waiver Period;
- ii. the New Waiver could be revoked if there are material breaches of the Listing Rules by the Company; and
- iii. the Company will announce the reasons for, and the details of the New Waiver, including the qualification and experience of both Mr. Ngai and Mr. Liang.

The publication of this announcement aims to satisfy condition iii set out above.

The Stock Exchange expects that, before the end of the New Waiver Period, the Company must demonstrate and seek the Stock Exchange’s confirmation that Mr. Liang, having had the benefit of Mr. Ngai’s assistance during the New Waiver Period, has attained the relevant experience and is capable of discharging the functions the company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The New Waiver will be revoked immediately if and when Mr. Ngai ceases to be a Joint Company Secretary of the Company.

The biographical details of Mr. Liang are set out as follows:

Mr. Liang Zhongwei (梁中偉) (without former name), aged 48, joined the Company in March 2009. At present, he is a member of the party committee, an executive Director, a staff representative Director, secretary to the Board, as well as the director of the Office of the Board of the Company. He also serves as a director and the general manager of LUZHENG INTERNATIONAL HOLDING LIMITED. Mr. Liang served as an employee of Shandong Province Qilu Trust and Investment Co., Ltd. from July 1997 to May 2001; held several positions in Zhongtai Securities Co., Ltd. (formerly known as Qilu Securities Co., Ltd.), including assistant to the departmental general manager and departmental senior business manager in succession, from May 2001 to March 2009; served as the office manager and the general manager of human resources department of the Company from March 2009 to September 2013; served as executive Director and staff representative Director of the Company since June 2012; served as the secretary general of Shandong Futures Association from September 2013 to August 2017; served as the director of the organizational department of the party committee from October 2017 to December 2020; served as the director of the Office of the Board of the Company since

February 2018; served as a director of LUZHENG INTERNATIONAL HOLDING LIMITED since April 2018; served as a director of LUZHENG INTERNATIONAL FUTURES LIMITED from May 2018 to April 2021; served as a member of the party committee of the Company since August 2018; served as the Secretary to the Board of the Company since June 2019; served as a director of JINOVA S.A. from July 2019 to October 2021; and served as the general manager of LUZHENG INTERNATIONAL HOLDING LIMITED since November 2020. Mr. Liang graduated from Shandong University with a bachelor's degree in international economic in July 1997. Mr. Liang obtained the qualification of intermediate economist issued by the Ministry of Personnel of the PRC in November 2001.

The Board would like to take this opportunity to express its gratitude to Ms. Ng for her valuable contribution to the Company during her tenure of service, and to welcome Mr. Ngai on his new appointment.

By order of the Board
LUZHENG FUTURES Company Limited
ZHONG Jinlong
Chairman

Jinan, the People's Republic of China
10 March 2022

As at the date of the announcement, the Board of Directors of the Company comprises Mr. ZHONG Jinlong and Mr. LIANG Zhongwei as executive directors; Mr. HU Kainan, Mr. LIU Xinyi, Mr. MING Gang and Mr. LIU Feng as non-executive directors; and Mr. ZHENG Jianping, Mr. CHEN Hua and Mr. WANG Xinyu as independent non-executive directors.